

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

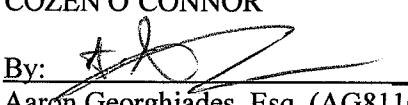
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CENGAGE LEARNING, INC.	:
(f/k/a THOMSON LEARNING, INC.)	:
PEARSON EDUCATION, INC.	:
JOHN WILEY & SONS, INC., and	:
THE MCGRAW-HILL COMPANIES, INC.	:
	:
Plaintiffs,	FED. R. CIV. P. 7.1
	STATEMENT
	:
-against-	07 Civ. 8540
	:
BUCKEYE BOOKS, USED BOOK EXCHANGE,	:
TEXTBOOKSRUS.COM., LLC, and	:
PHILIP SMYRES,	:
Defendants.	:
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Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure and to enable District Judges and Magistrate Judges of the Court to evaluate possible disqualification or recusal, the undersigned counsel for Plaintiff Pearson Education, Inc. (a private non-governmental party) certifies that the following are corporate parents, affiliates and/or subsidiaries of said party, which are publicly held.

Plaintiff Pearson Education, Inc is an indirect wholly owned subsidiary of Pearson plc, a U.K. company which is publicly traded on the London Stock Exchange and which trades American Depository Shares on the New York Stock Exchange, each representative of one ordinary share of Pearson plc stock. Pearson Education, Inc. also certifies that it has the following indirect corporate affiliates that have securities or other interests that are publicly held and which are traded on the exchanges indicated: Data Broadcasting Corporation (NYSE); MarketWatch.com, Inc. (Nasdaq); Recoletos Grupo de Comunicacion SA (Stuttgart, Madrid, Berlin, Munich, Frankfurt and Xerta).

Dated: New York, New York
February 12, 2008

COZEN O'CONNOR

By: 

Aaron Georghiades, Esq. (AG8110)
Attorneys for Plaintiffs
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Education, Inc., John Wiley & Sons,
Inc., and The McGraw-Hill Companies
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BUCKEYE BOOKS, USED BOOK EXCHANGE,	:	
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PHILIP SMYRES,	:	
	:	
Defendants.	:	
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Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure and to enable District Judges and Magistrate Judges of the Court to evaluate possible disqualification or recusal, the undersigned counsel for Plaintiff, John Wiley & Sons, Inc. (a private non-governmental party) certifies that Plaintiff John Wiley & Sons, Inc. is not a subsidiary of any publicly held corporation and there is no public company which owns 10% or more of John Wiley & Sons, Inc.'s stock.

Dated: New York, New York
February 12, 2008

COZEN O'CONNOR

By: 

Aaron Georghiades, Esq. (AG8110)
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Education, Inc., John Wiley & Sons,
Inc., and The McGraw-Hill
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PEARSON EDUCATION, INC. :
JOHN WILEY & SONS, INC., and :
THE MCGRAW-HILL COMPANIES, INC. :
Plaintiffs, : **FED. R. CIV. P. 7.1**
-against- : **STATEMENT**
BUCKEYE BOOKS, USED BOOK EXCHANGE, :
TEXTBOOKSRUS.COM., LLC, and :
PHILIP SMYRES, :
Defendants. :
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Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure and to enable District Judges and Magistrate Judges of the Court to evaluate possible disqualification or recusal, the undersigned counsel for Plaintiff Cengage Learning, Inc. (a private non-governmental party) certifies that Plaintiff Cengage Learning, Inc. is not a subsidiary of any publicly held corporation and there is no public company which owns 10% or more of Cengage Learning Inc.'s stock.

Dated: New York, New York
February 12, 2008

COZEN O'CONNOR

By: 
Aaron Georghiades, Esq. (AG8110)
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Cengage Learning, Inc., Pearson
Education, Inc., John Wiley & Sons,
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BUCKEYE BOOKS, USED BOOK EXCHANGE, :
TEXTBOOKSRUS.COM., LLC, and :
PHILIP SMYRES, :
Defendants. :
:
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Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure and to enable District Judges and Magistrate Judges of the Court to evaluate possible disqualification or recusal, the undersigned counsel for Plaintiff, The McGraw Hill Companies, Inc. (a private non-governmental party) certifies that Plaintiff The McGraw Hill Companies, Inc. is not a subsidiary of any publicly held corporation and there is no public company which owns 10% or more of The McGraw Hill Companies, Inc.'s stock.

Dated: New York, New York
February 12, 2008

COZEN O'CONNOR

By: 
Aaron Georghiades, Esq. (AG8110)
Attorneys for Plaintiffs
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Education, Inc., John Wiley & Sons,
Inc., and The McGraw-Hill
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